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(R-2013-790)
(COR. COPY)

RESOLUTION NUMBER R- 308368

DATE OF FINAL PASSAGE AUG 05 2013

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SAN DIEGO, AS THE SOLE MEMBER OF SAN DIEGO CIVIC EVENTS FUND, AMENDING THE BYLAWS OF SAN DIEGO CIVIC EVENTS FUND AND AUTHORIZING AND DIRECTING THE BOARD TO DISSOLVE SAN DIEGO CIVIC EVENTS FUND.

WHEREAS, San Diego Civic Events Fund, a California public benefit corporation (Corporation), originally San Diego Festivals, Inc., was established in 1988 to promote artistic and cultural events within the City of San Diego (City); and

WHEREAS, the Corporation operates under bylaws (as amended from time to time, the Bylaws) adopted by the City Council, acting as the sole member of the Corporation; and

WHEREAS, the Corporation has been inactive since 1995 and its continued existence is unnecessary; and

WHEREAS, the dissolution of the Corporation requires various actions by the Corporation's Board of Directors (Board); and

WHEREAS, the current composition of the Board, as stated in the Bylaws, includes positions within the City that no longer exist and is, therefore, out of date; and

WHEREAS, the City Council, acting as the sole member of the Corporation, desires to amend the Bylaws to change the composition of the Board; and

WHEREAS, the City Council, acting as the sole member of the Corporation, has determined that it is in the best interests of the Corporation that the Corporation be dissolved; and

WHEREAS, the Corporation currently holds approximately \$6,380 in assets, and the Corporation is able to pay or provide for all its known debts and liabilities; NOW, THEREFORE,

BE IT RESOLVED, by the Council of the City of San Diego, acting as the sole member of the Corporation, that the Bylaws are amended such that the three (3) directors of the Corporation shall be the elected or appointed individuals holding the following offices in the City of San Diego: the Chief Operating Officer, the Comptroller and the Mayor.

BE IT FURTHER RESOLVED, that the amended bylaws of the Corporation, on file with the Clerk's office as Document No. RR-308368, are hereby adopted, superseding all other bylaws or amendments thereto.

BE IT FURTHER RESOLVED, that all known debts and liabilities of the Corporation be provided for and paid.

BE IT FURTHER RESOLVED, that after i) paying or adequately providing for all its known debts and liabilities, and ii) complying with Corporations Code section 6716 the corporate assets remaining on hand shall be distributed to the City of San Diego to be used only for the specific purposes delineated in the Corporation's Articles of Incorporation, as amended.

BE IT FURTHER RESOLVED, that each and any one of the Directors comprising the Board is authorized and directed to take appropriate measures to dissolve the Corporation.

BE IT FURTHER RESOLVED, that each and any one of the Directors comprising the Board is authorized and directed to file or cause to be filed a final return as provided in Revenue and Taxation Code section 23332 with the California Franchise Tax Board.

BE IT FURTHER RESOLVED, that on commencement of the proceedings to dissolve the Corporation, each and any one of the Directors comprising the Board is authorized and directed to prepare and file such other documents and take such other action as may be necessary and advisable in connection with the dissolution of the Corporation.

BE IT FURTHER RESOLVED, that each and any one of the Directors comprising the Board is authorized, empowered, and directed to execute and deliver in the name of and on behalf of the Corporation such deeds, assignments, or other instruments of transfer as may be deemed necessary or proper and is further authorized, empowered, and directed to do any and all acts and things necessary to carry out, perform, implement, and consummate the above-described distribution and dissolve the Corporation, including, but not limited to, filing a certificate of dissolution in accordance with Corporations Code section 6615.

APPROVED: JAN I. GOLDSMITH, City Attorney

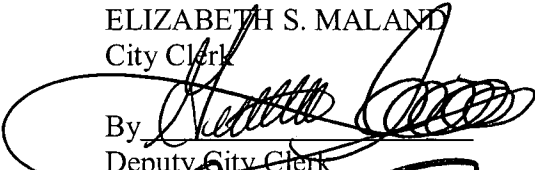
By


Bret A. Bartolotta
Deputy City Attorney

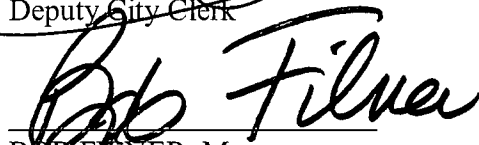
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06/18/2013
07/02/2013 COR. COPY
Or.Dept: Office of the City Comptroller
R-2013-790

I hereby certify that the foregoing Resolution was passed by the Council of the City of San Diego, at this meeting of JUL 23 2013.

ELIZABETH S. MALAND
City Clerk

By 
Deputy City Clerk

Approved: 7/23/13
(date)


BOB FILNER, Mayor

Vetoed: _____
(date)

BOB FILNER, Mayor

Passed by the Council of The City of San Diego on JUL 23 2013, by the following vote:

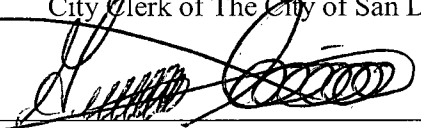
Councilmembers	Yeas	Nays	Not Present	Recused
Sherri Lightner	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kevin Faulconer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Todd Gloria	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Myrtle Cole	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mark Kersey	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Lorie Zapf	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Scott Sherman	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
David Alvarez	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Marti Emerald	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Date of final passage AUG 05 2013

(Please note: When a resolution is approved by the Mayor, the date of final passage is the date the approved resolution was returned to the Office of the City Clerk.)

AUTHENTICATED BY: BOB FILNER
Mayor of The City of San Diego, California.

(Seal) ELIZABETH S. MALAND
City Clerk of The City of San Diego, California.

By , Deputy

Office of the City Clerk, San Diego, California
Resolution Number R- 308368